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Via Fax

December 20, 2007

Hon. Colleen McMahon
United States District Court
500 Pearl Street, Room 640
New York, NY 10007

MEMO ENDORSED

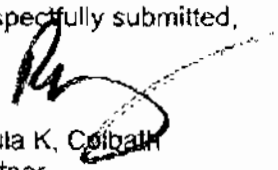
Re: Shaw Family Archives, Ltd. v. CMG Worldwide, et al., Case No. 05 Civ. 3939 (CM)

Dear Judge McMahon:

We represent Defendant Marilyn Monroe, LLC ("MMLLC") and write regarding Plaintiffs' pending motion, which was not served until December 17, 2007. Although styled a "Motion to Withdraw Counts 1-8 of the Plaintiffs' Second Amended Complaint Pursuant to Fed. R. Civ. P. 41(a)(2)," it is plainly a motion for reconsideration of Your Honor's November 29, 2007 Order to the extent it seeks dismissal of Counts 3-8 without prejudice. Indeed, Plaintiffs' own December 6, 2007 letter, which previewed their present motion stated "we will also ask the Court to reconsider its decision to dismiss Counts three through eight 'with prejudice.'" (emphasis added). As a result, pursuant to Your Honor's Individual Practices, §2.G, MMLLC will not respond to that portion of the motion unless invited to do so by the Court, except to note that it is untimely under Local Rule 6.3.

We will respond, however, in the timeframe provided by Your Honor's Individual Practices, to the extent the motion seeks dismissal of Counts 1-2 without prejudice, by demonstrating, among other things, the substantial harm that would be done to Defendants if those claims were withdrawn without prejudice.

Respectfully submitted,


Paula K. Colbath
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cc: Christopher Serbagi, Esq. (via email)
Ted Minch, Esq. (via email)


12/21/07

